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WIN MELANIE JANE'S PANTIES!

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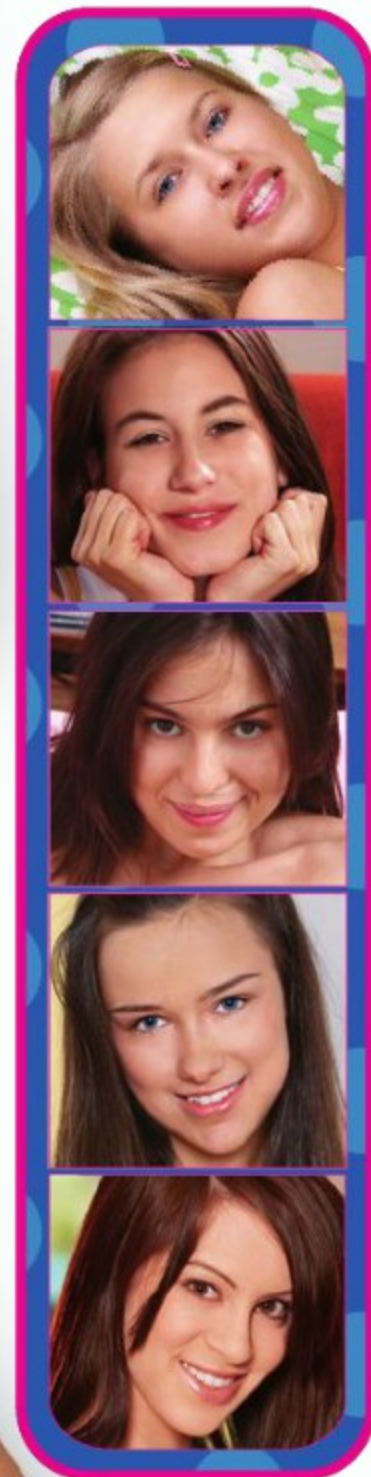
MAY 2010

19 YEAR OLD VICTORIA
"LICK ME IN THE NAUGHTIEST PLACE!"

GABRIELLE & DANA
HAIKY DOWN THERE



COVER TEEN ASPEN
"I THINK I CAME IN MY BUTT!"



MAY 2010 \$11.99



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BARELY LEGAL®

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right in your area



COME INSIDE

Its time to make things Personal.

Elle
818-3?4-23??



MELANIE JANE

in my own skin



Hi, guys. I'm Devon the intern. Melanie Jane is a future superstar who claims she has "no need" to masturbate now that she's getting paid to get laid. Yeah, right! Then how come she couldn't keep her hands off herself during her photo-shoot?;

Hey, Melanie! What part of your body do you consider your best, and why?

My eyes. Flirting is all about eye contact.

Do you enjoy exposing yourself in public?

Yeah. I have a Web cam at home, and I love stripping for my "audience."

Do you like giving head?

I like it. It's not my absolute favorite thing to do, but I know I'm good at it. If a guy wants me to suck his dick, I'm game.

How do you like to be fucked?

I like rough sex—but not too rough. Like, I don't wanna be choked or whatever. But doing me hard and pulling my hair and spanking my butt are definitely allowed!

What's your favorite sexual position?

Reverse cowgirl. I just tried it for the first time recently, and *omigod*. I like to be on top, and doing it backwards hits me in just the right spot! Plus, it's so naughty to fuck a guy and not

even look at him.

What kind of guys do you like?

Strong, the kind that take charge—especially in bed!

Are you bisexual?

Yes, but I'm not very experienced with girls. I like sexy, cute girly girls who have little boobs, like me.

Have you ever fucked a stranger?

No! Well, not really. He wasn't a *total* stranger, but I met this cute older guy at my cousin's wedding in Chicago, and we got a little tipsy, and one thing led to another.

He wasn't related to you, was he?

I hope not! No, I'm pretty sure he was a friend of the groom or something.

What's your ultimate sexual fantasy?

Hmm... I have a lot of different ones. The one that makes me come every time is when I think about fucking my best girl-friend—maybe showering with her and soaping up her hot little bod as I feel up her boobs and run my hand between her legs. *Um*, not that I've given it much thought!

Did you like posing nude?

Yes! It made me feel comfortable in my own skin. I feel more confident now—and confidence is sexy! ★



AGE: 18
HEIGHT: 5-3
WEIGHT: 108 POUNDS
MEASUREMENTS: 32B-22-30
HOMETOWN: LAKE MARY, FLA.



Melanie Jane stars in *BARELY LEGAL* #105.
To order, call 1-800-763-8271, ext. 7651, or
visit hustlerhollywood.com.













MELANIE JANE'S PANTIES!

To enter the contest, all you have to do is send us a letter saying *why* you want Melanie's panties and what you plan to do with them. All entry letters will be read and evaluated by the BARELY LEGAL staff. Whoever writes the best letter, according to the staff, will win Melanie's autographed undies! The winning letter will also be published in the Anniversary 2010 issue of BARELY LEGAL.

Send your letter in by **April 13, 2010**. Please remember to include your full name, address and phone number, and be sure to read the contest rules carefully!



RULES: No purchase necessary. Must be 18 or older to enter. E-mail your entry letter to barelylegal@lfp.com; or mail your letter to Panty Giveaway Contest c/o BARELY LEGAL, 8484 Wilshire Blvd., Suite 900, Beverly Hills, CA 90211. The best letter, as determined by the BARELY LEGAL staff, will win. A purchase would not affect your chances of winning. This contest is void where prohibited by law. Send your letter in by April 13, 2010. Please remember to include your full name, address and phone number, and to indicate next to your signature whether you wish us to publish your full name or your initials only. **Be sure to read the contest rules carefully!** All entries become the property of LFP Publishing Group, LLC and BARELY LEGAL Magazine and will not be returned to contestants. Odds of winning will be determined based on the actual number of eligible entries received prior to deadline. The sponsor will contact the winner by mail or telephone and mail the winner his or her prize at no cost to the winner. Sponsor will not be responsible or liable for failure to contact winner. The contest is open to anyone over 18 years of age, other than employees of LFP Publishing Group, LLC, its affiliates and advertising agencies, as well as their immediate family members and persons living in their household.

DEAR BARELY LEGAL

**WE LOVE WHEN YOU
GUYS WRITE TO US!**

Send your cards and letters to **Dear BARELY LEGAL**, 8484 Wilshire Blvd., Suite 900, Beverly Hills, CA 90211, or e-mail us at barelylegal@lfp.com.



DEEDEE

Dear Lindsey,

I'm writing in regards to what L.S. of Colorado [Dear BARELY LEGAL, December 2009] said about Deedee's picture in the Anniversary 2009 issue. Everybody has their own personal taste of what they think is hot, but L.S. must be a little boy. Men love a full, hairy snatch. As for me, the only thing missing in Deedee's picture is a "creamy center." Nothing turns me on more than a hairy pussy that's wet and creamy with a woman's juices. Keep up the good work, and let's have more hairy, wet, creamy pussy.

Muff Diver
Ohio

P.S. Please get Deedee to do an entire layout.

Thanks for your feedback, Mr. Diver. Deedee won't be doing an entire layout, but she will be returning next month for the sequel to her "BARELY LEGAL Confession"! Also, she'll be spreading her hairy pussy pretty wide, 'cause tons of guys totally agreed with you about her pics. See below! —Lindsey

Dear Lindsey,

Did I understand this correctly? Was L.S. of Colorado expressing disapproval with the photograph of Deedee? I thought it was well taken of a lovely girl. If they were offended by the presence of natural body hair, then they need to get over that little prejudice because the choice of body art, piercings and coif should be the model's decision. Personally, I like it when the "carpet matches the drapes." And you have my permission to include finger-assisted close-ups in all your pictorials. After all, the magazine's not called "Far From Being Illegal." Get in there, Boo!

M.B.
Tennessee

Dear Lindsey,

In answer to your question "Are we too hard?" The short answer is no! In response to L.S. from Colorado, who said the picture of Deedee from the Anniversary 2009 issue was "pure unadulterated raunch," I think that picture was beautiful.

L.P.
California

Dear Lindsey,

In reply to L.S.: I'm an asshole freak. I like to lick them, fuck them and suck them and look at them. The reason I buy your magazine is for the asshole shots. Don't change a thing. If you do change, let's have more of Deedee, not less. I'll take her picture and sniff it every day.

A.H.
California

Dear BARELY LEGAL,

Concerning your picture of Deedee on page 56 of the Anniversary 2009 issue, one reader thought it to be raunch. It wasn't raunchy to me, it was a beautiful young lady showing her beautiful bushed assets. I loved it. I only hope you continue featuring unshaved, beautiful ladies. Your magazine is a very good men's magazine, carry on!

K.S.
Ohio

Thanks, you guys! Don't know what I'd do without you!

—xx Lindsey



JASMINE

Dear Lindsey,

Concerning L.S. from Colorado and the picture of Deedee: This is an adult magazine. Compare Deedee's picture to Jasmine's on page 63 and sweet li'l Jewel Styles's picture of her sweet bubble-butt heinie on page 75 and Donna Jean's pretty butt on page 57 and pretty Dixie's pretty butt on page 95. The only difference that I see is that these girls are cleanly shaved and look clean, smooth and pretty. Now go back to Deedee's. The fur makes her look not so clean and smooth. But I will bet you five dollars or a kiss that if you could get Deedee to come back and shave and pose exactly the same way, you would not get any complaints. The fur, especially when it's not shaved on the sides of the pussy and around the asshole, makes a big difference!

Anna Momoi and Jewel Styles [December 2009] could be called the Baby Face Cutesy Twins. But I can't understand that they are the same age, one inch difference in height, both 32B, both 24-inch waists, only one inch difference in hips, but Jewel is 18 pounds heavier. How can that be?

R.S.C.
Arizona

R.S.C, the answer is—it can't be! Here's the deal: The girls tell me their weight, and I never, like, question it 'cause that's a delicate subject, as you know. So, I think Jewel used to be 118 (baby fat), but she hasn't weighed herself in a while, so she gave me that weight even though she now looks about 108 (in my opinion). And I think Anna really honestly thinks she's 100 even though, not to sound mean, she's probably more like 105. So, that's the problem with weights, and I can't fix it without accidentally calling some girls fat!

—Lindsey

Dear BARELY LEGAL,

I have to say something about your December 2009 cover teen Dixie, because her beauty is flawless. She is truly a Georgia peach, from her succulent pink nipples to her little pink asshole and her Georgia-peach pink pussy. I would lick her asshole raw and devour that juicy plnk-peach pussy forever! If she would like to be devoured by an older man (54) who loves to eat pussy and lick little pink asshole, then I'm her man.

R.W.C.
Pennsylvania

That depends, R.W.C.—would you get upset if I squirted in your mouth? 'Cause that happens sometimes when I come. ;)

—Dixie

Dear Lindsey,

I usually only put pen to paper trying to win panty contests, but I had to write to tell you how much I LOVED the December 2009 issue. I was getting a little worried because it seemed a lot more of the girls were sporting hair on their pussies. That was okay back in the day (I am 37), but I go nuts for a clean-shaved pink pussy.

Jasmine is sheer perfection. I can't stop staring, she has it all. I love to eat pussy, and Jasmine's, well...if I had that privilege, they would have to file a missing-persons report on me. I wouldn't come up. I would stop licking right before she came only to slide my dick inside, and right when she was ready to come...you guessed it, I'd go right back down on her.

Then I flip a few pages to find Dixie waiting. Is this real? I had to pinch myself. She's beautiful, too, and I love her pussy. She likes her pussy and asshole to be licked, not to mention, her sex fantasy is to be with a guy and two girls. Ahh!! I know what fantasy I will be masturbating to.

Great issue. Thank you, Jasmine. Thank you, Dixie. Thank you, Lindsey. You're the best.

Darrell T.
by Internet

Thanks, Mr. T. (hee-hee). Don't worry about all the hairy pussies BL is featuring—the clean-shaven coochies are always gonna outnumber the furry ones. Bushy girls are hard to find!
—Lindsey

Dear BARELY LEGAL,

I just picked up the January 2010 issue of your super hot mag and loved all the girls inside. But the one shot of little Miss Emmy on page 101 with her cute little bare feet up in the air and legs spread nice and wide reminded me of an unbelievable spread you did several years ago of a really cute model named Stacie [April 2004] and her first visit to her gyno! I would love to see you guys do another super sexy photo-spread with a hot little barely legal girl climbing up on the doctor's exam table and putting her pretty little bare feet in the gyno stirrups for the first time. I'd love to see Emmy shyly try and keep her little exam gown closed while her sweet little nips snuck out and her bare pussy was spread really wide by the stirrups! Any chance we can see BARELY LEGAL back at the doctor's office anytime soon?

The Pussy Doctor
Vermont

To be honest, Doctor, that layout didn't get the totally awesome response that everybody expected. In fact, some readers didn't like it at all! But—it was a long time ago. I'd love to hear from readers now. What do you think, guys? Should we go in for another sexy checkup?

—Lindsey



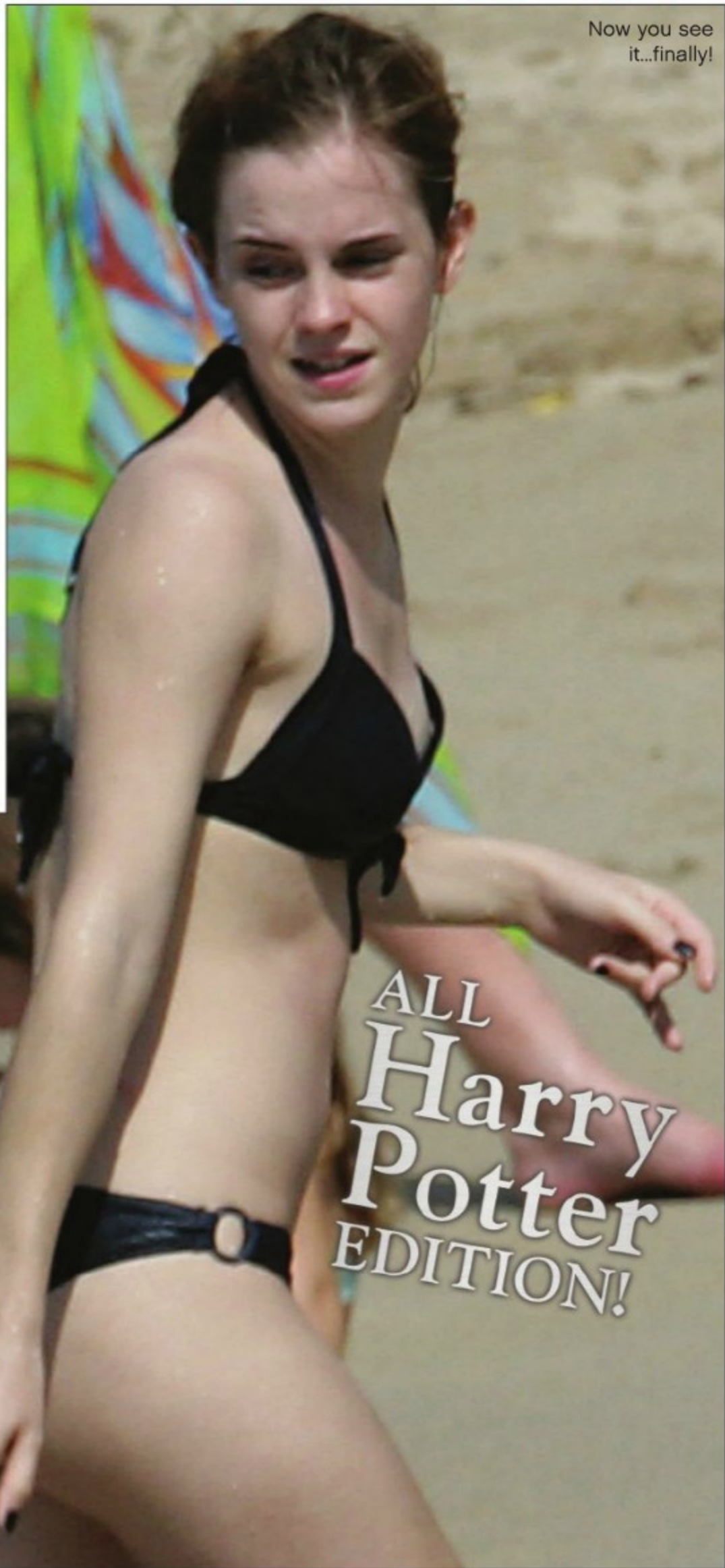
BARELY LEGAL NEWS FLASHES

Emma at 17—
mesmerizing!



Getty Images

Now you see
it...finally!



ALL
Harry
Potter
EDITION!

Macca/Splash News

EMMA WATSON BARELY LEGAL BOOB WITCH WATCH

Harry Potter star Emma Watson ("Hermione Granger") has been awfully fully clothed since she cast a Stupefy spell with her see-through panties over a year ago (BARELY LEGAL News Flashes, Anniversary 2008). Well, we have our own magical powers. Using the Accio charm, we summoned Emma's nipple out of her bikini top—and it totally worked! Let's all raise our wands in salute!

MUST-SEE DVD CLÉMENCE POÉSY



Before he realized he was in love with Hermione Granger, Ron Weasley totally fell under the spell of the French witch Fleur Delacour (Clémence Poésy) in *Harry Potter and the Goblet of Fire*—and we did, too. So, we did our usual research, and we found out that Clémence is actually French and has been in actual French movies. You know what *that* means—*beaucoup de boobies*! Paris girls are *never* shy—to which we say, *merci*.

Olgas Sommer (2002)



Olgas Sommer (2002)



Bienvenue chez les Rozes (2003)



Courtesy mrskin.com



Real Bonnie



Magical Bonnie!

BONNIE WRIGHT YOUNG CELEB FANTASY

In our humble opinion, the only red-headed *Harry Potter* character cuter than Ron Weasley is his sister, Ginny Weasley, played by Bonnie Wright. When the series began, Ginny was a goofy little girl with a crush on Harry. Now that she's 18, Harry has a crush on *her*—and so do we! Bonnie's never slipped a nip, but that's okay. With a wave of our mouse—presto! We can make *all* of her clothes magically disappear!

Which young celebrities would *you* like to see? Let us know! Write to BARELY LEGAL Celeb Fantasy, 8484 Wilshire Blvd., Suite 900, Beverly Hills, CA 90211.

DISCLAIMER: Parody picture on the right; no such picture of Bonnie Wright actually exists. This composite fantasy picture is altered from the original for our imagination, does not depict reality and is not to be taken seriously for any purpose.

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INSIDE A BARELY LEGAL GIRL

Hey! It's me, Lindsey. Did I ever tell you guys about my favorite game that I play here at BARELY LEGAL? It's called X-ray Vision. When I first meet a girl who I want for the magazine, I try to guess what's going on under her clothes!

Sometimes I get it right using deductive reasoning. Like with Melanie Jane—I *knew* she'd have a sweet little teeny-tiny butthole, 'cause she only just turned 18 and hasn't tried anal yet. And Riana, she was wearing shiny pink lip gloss, so I figured her pussy would be shiny pink, too, 'cause girls love to match. I was also right about Talia Shepard having a puffed-out pussy, but that was just a lucky guess—or maybe wishful thinking!

Other times, I get it totally wrong. For instance, obviously Darla had giant boobs (*duh*), but I never would have guessed she had a furry cooch, too! I mean, how hot can one girl *be*?

I *did* guess right about bushy Gabrielle—she just had that natural look—but I *completely* blew it with Dana. Usually, Catholic school girls pierce and shave everything to prove how bad they are, but Dana is, like, *extra* hairy down there. Fooled me!

Anyway, isn't that a fun game? You guys can play, too. Let me know how many you get right!

xxx Lindsey

Lindsey
Special Consulting Editor

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you can get them to do!**

ENTER





ASPEN

anal about orgasms



Buenos días! It's Shawna the intern. You guys might remember high school senior Aspen from our September 2009 issue—and I'm *sure* you remember that it took her *two whole months* of having sex before she finally had an orgasm. Well, she's a total expert at it now!

Hi, Aspen! We pretty much just talked about orgasms last time. So tell me something about yourself that our loyal readers don't know yet.

Well, I'm a regular girl, and I get along with pretty much everyone. I'm not much of a partier. I like to sit on my ass and play video games.

What are you listening to on your iPod?

Lady Gaga. She's so sexy!

You said something last time about wanting to hook up with another girl. Have you "experimented" yet?

Yes! I licked my first pussy a few weeks ago. It was awesome!

Did you make her come?

Yeah, I did. I had pussy juice all over my face! *Hee-hee*.

Are you still seeing that 37-year-old guy?

Kenny? I don't know what's going on with us. He's there, but then he's not there. Whatever. I wouldn't call him my boyfriend, exactly.

Are you seeing other guys?

Kind of. I've gone on a few dates with guys closer to my own age.

What's the wildest sex you've had since last time?

Well, I did it in the butt! That was pretty crazy!

OMG, I want details!

Kenny talked me into it. He told me girls could have anal orgasms! Can you believe it?

Did you come?

Not at first. It kinda hurt because my butt hole was so tight. Kenny bought me a sex toy and told me it would feel better if I practiced.

Did it?

Not only did it feel better, but I think I might have had an anal orgasm just like Kenny said! When I came, I felt it all over. I couldn't tell where it started. It was HUGE.

What's your best physical feature?

You tell me! LOL! I like it when guys say I have a nice pussy—in between licks!

What's your ultimate sexual fantasy?

To have sex at Disneyland! Can you believe I've never been? It's supposed to be the happiest place on earth—and what makes people happier than having lots of orgasms? ★



AGE: 18
HEIGHT: 5-6
WEIGHT: 112 POUNDS
MEASUREMENTS: 32B-24-34
HOMETOWN: COLUMBIA, MO.















GABRIELLE

open my mind

Hey! It's me, Lindsey. Gorgeous Gabrielle is a super serious philosophy major who has never modeled before—she just wanted to try it this one time. Thanks for picking *us*, Gabrielle!

Hey, Gabrielle! So, what made you want to pose nude?

I think it's important to keep an open mind and try different things. When the idea of posing nude came up, I thought, Why not? The human body is beautiful, after all.

Did you like posing?

Yes, it was a very sensual experience. The room was warm, but my skin tingled all over with goose bumps.

Did it turn you on to pose?

Not to the point of touching myself right there, but I did have to call one of my friends right after and ask him to meet me. I always love to have sex, but I don't think I ever *needed* it that badly before.

You had to call a "friend," you don't have a boyfriend?

I'm not interested in having one boyfriend. I have a few guy friends I get together with. At this moment in my life, I want freedom and variety.

Do you like variety in bed?

I love to try all different positions and ways of turning each other on.

What turns you on the most?

When someone licks my pussy. It's the most incredible feeling in the world.

More than a cock in your pussy?

That's amazing, too, of course! But when a guy touches my pussy with his tongue, it's so intimate. It affects my body and my mind at the same time.

Have you experimented with girls?

Not yet, but it's something I wonder about a lot. It will happen.

Have you tried anal sex?

Yes. Sometimes I'm not in the mood for it, but then other times it's the only thing I want. I like to go with what my body is feeling and craving.

What if the guy wants anal and you're not in the mood?

Well, if he licks me down there, that might *put* me in the mood!

Do you think you'll ever pose for us again?

I *never* say never. ★







AGE: 18
HEIGHT: 5-6
WEIGHT: 118 POUNDS
MEASUREMENTS: 36B-25-36
HOMETOWN: NEW YORK, N.Y.









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CODE: CFUAN-U



RIANA

minnesota naughty

Hey! Shawna the intern again. College-bound high school senior Riana is a smart, creative, passionate—and nice—Minnesota gal. She also likes guys with a little bit of an edge—but not too much, don'tchaknow.

Hey, Riana! What's your favorite sex position?

I like doggy-style. It's dirty, but it feels the best!

What's the craziest place you've ever had sex?

One time I did it in a cemetery. That was kind of an accident. We were so horny that we just pulled over and did it. We didn't notice it was a cemetery until after we finished. I also had sex in the shower once. It was hot—until I slipped and fell on my butt!

What's your best physical feature?

I'm going to say my eyes—and my you-know-whats.

Do you like giving head?

You bet! I like hearing him moan. I like feeling how big and hard he is, too.

Do you spit or swallow?

Swallow. I don't love the taste, but it turns guys on. Plus, it's impolite to spit.

Do you like anal sex?

Yes, I enjoy it. I like feeling dirty and knowing that nothing is off-limits!

What kind of guys do you like?

I like a guy who acts like a gentleman—but has a little bit of bad boy in him.

What's the best way for a guy to pick you up?

Humor and a nice smile.

What's the farthest you've gone on a first date?

Second base—maybe third. What does a blowjob count as?

Third.

Then I've gone to third.

What's your ultimate sexual fantasy?

To have a threesome with two guys or a guy and a girl.

Did you like posing nude?

You betcha! I loved it! I was playing with myself the whole time. I was so horny by the time we were done, I wanted to do the first guy I saw!

Did you?

A complete stranger? No, I'm a nice girl! ★





AGE: 18
HEIGHT: 5-5
WEIGHT: 120 POUNDS
MEASUREMENTS: 34C-25-34
HOMETOWN: CHASKA, MINN.















Sharing Is Caring

A BARELY LEGAL CONFESSION

BY
DARLA ANN
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SAGE CHICKS



All girls are beautiful: tall, small, voluptuous, blond, brunet, every color of skin. But a lot of girls think they're supposed to weigh 90 pounds like all the celebs. Curvy girls feel fat. But we're not fat—we're luscious! Don't all men love big boobs and juicy asses?

I guess I should introduce myself before I start talking about butts and stuff—LOL! Hi, I'm Darla. I'm an 18-year-old high school senior from Iowa City, Iowa. Thank God I graduate soon because, sorry, school is not my favorite. Sitting in class all day and acting all serious—it's so, like, oppressive. I'm a fun-loving person. I like dancing and watching funny movies like *Superbad* and *Pineapple Express* and just enjoying myself. Myself, and others. And sex. All kinds of it.

Yes, I am a horny individual. I love guys the best, but masturbation is also awesome for when you don't have a boyfriend. I like to watch myself do it, usually in the full-length bathroom mirror. It turns me on to watch myself strip. I like to slide my panties down, watch my butt peek out. Then turn around and check out my pink puss. Let my undies fall to the floor. Pop off my bra, watch my tits bust out. Once I'm fully

naked, I run my hands all over, up and down. A lot of times I lift my boobs to my mouth, and lick them. That gets me all wet, so I slide my middle finger between my labes and wiggle it against my hole and rock my pussy against my hand. I watch myself the whole time, watch my face flush and my skin break out in a dewy sweat. I rub faster, harder, till I come. It's my favorite alone-time activity.

Of course, nothing beats being with a real live person. That's why I love my job. Yes, I work and go to school because my folks are really into me being responsible. LOL. No, I do love my job for real because I meet cute guys all the time, and it rules.

I wait tables at Wild Thursday's. Tons of guys from the community college and hotties who work construction on the new apartments they're building kick it at my restaurant. Like, a few weeks ago there was this super cute guy, maybe like college age or a little older? I was like, He is fine. Buzzed hair, blue eyes. I love buzzed hair! So, don't think I'm slutty, but when I asked him if he wanted ranch or house Italian on his side salad, I bent over the table so he could see my cleavage. He got all happy and told me I looked like Sarah Silverman if

she had boobs. When I dropped off his check at the end of the meal I was like, "I get off at nine if you want to hang out."

No, I am not a shy person! Also, I don't agree with society's double standards. What's wrong with a girl asking a guy if he wants to hook up? When guys do it, everybody thinks it's cool. Girls should be free to go after what they want!

"I'll swing by," he said, all casual. He came back at nine on the dot.

"I'm so glad you came!" I said, holding his hand. "I'm Darla."

"Todd," he said.

Now that introductions were out of the way, we went straight to the backseat of his Chevy Tahoe. Todd seemed kind of shy and awkward in conversation, but he got all bold and serious once we were making out. He buried his tongue in my mouth. He ran his hands up and down my arms, my thighs. He squeezed my boobs through my white blouse. I unbuttoned it and stuck out my chest.

"Don't you want to suck them?" I said.

Todd pulled my tits out of my lacy pink bra and slathered his tongue all over them. Cupping them in his hands, he sucked each one, pulling as much as he could fit into his mouth. I slipped my hand under my skirt, kneading my pussy. I was soaking wet. I pressed my wet hand to his crotch. His dick strained against his pants. I unzipped his fly and pulled his hard cock.

"Fuck my tits," I panted, rubbing his boner against my chest.

Todd pushed me onto my back and straddled my waist, gripping his stiff dick. I pushed my boobs together.

"Come on," I said. He slid his cock in. He was slippery with pre-cum. I squeezed my tits harder as he pumped faster between them.

"I'm gonna come," he gulped. "I'm gonna come all over them."

"Do it," I whispered. "All over my tits."

Todd threw his head back. Furiously shaking his hard-on, plunging it into my cleavage, he moaned and blew a huge wad. It splattered all over the place—my boobs, my chest, my neck. One fat dollop even landed on my lips!

"Mmm," I sighed, slurping his cum into my mouth. I rubbed my swollen coochie. "Now watch me."

I lifted my skirt and stretched out in the backseat with my calves slung across Todd's lap. I let my legs relax and open. I teased the outside of my hole and slid my wetness over my swollen clit. I was hot and slippery from watching Todd jizz—it wasn't going to take me long. I jiggled my hand faster. Heat and tension welled up in my pussy.

"Awww-aaaaah!" I threw back my head, thrust out my hips and exploded. "Oh, fuck yes!"

My body went limp as I gasped for breath. What an awesome gazz! In case you haven't tried, it is really fun to masturbate in front of someone.

Todd and I have been hanging out pretty regularly since then. He isn't my boyfriend, 'cause I'm too young to be tied down. But he's a cool guy, and it's fun getting to know him.





AGE: 18
HEIGHT: 5-4
WEIGHT: 119 POUNDS
MEASUREMENTS: 34DD-27-38
HOMETOWN: IOWA CITY, IOWA

Todd's kind of a quiet type. He goes to the technical college to be, like, an IT guy. But he's wild, too. Now I know why people say to watch out for the quiet ones. He is almost as horny as I am—almost. Plus, he can be a full-on freak!

One day he was like, "Hey, do you want to meet my friend Wes and have sex with him?" For real! Wes lost his girlfriend. He puts on a brave face, but Todd knew he was really bummed and needed a friend.

"You'll cheer him up," Todd said. "I want to see it."

I grinned. "Yes!"

Wes is hot. He's a few years older than Todd and more kind of jockish, which is great because I'm into sports. The three of us sat around Todd's apartment and watched basketball. Wes

tip. I poked my tongue into his slippery peehole and tasted him. Still suckling his tip, I glided my hand slowly up and down the shaft. Wes inhaled sharply and stuffed his hand down my shirt, kneading my tits.

"Mmm," I said. "Tastes so good." I dragged my tongue across his cock like he was a giant Blow Pop. My mouth watered. Seriously, you guys, I love to suck dick. I plunged my mouth all the way down, opening my throat to let him in.

"Fuck," Wes gasped. "You're too good at this—slow down before I bust my nut."

I looked up at him and grinned. He was red and flustered. "Why don't you show me those tits?" he suggested.

I sat up and pulled my tank top over my head. I popped the

"It is really fun to masturbate in front of someone."



and Todd drank beers. Wes got loose and started talking about his ex-girlfriend and how she'd left him to be with some rich ass.

"That's terrible!" I said. "Poor baby."

Wes shook his head. "Forget her, man. I don't even care."

He totally cared, obviously. And I wanted to help. I sat on the sofa, next to Wes. Todd relaxed in a reclining chair across from us. I rested my hand on Wes's knee.

"Can I do anything to help?"

Wes said yes.

I rested my head in his lap and unzipped his fly. He was mostly hard the minute I pulled his cock out, but as I slid my mouth down his shaft, he got super duper stiff. I wrapped my lips around the head, sucking gently. Pre-cum oozed from the

latch open on my bra, and my girls came busting out.

"Wow!" Wes panted. I lifted and squeezed them, gave them a lick. "Fucking rad," he gasped.

Todd watched quietly from his chair, his boner straining against his jeans.

"You gonna take that thing out where I can see it?" I gestured toward Todd's dick.

"Not yet," he said. "Why don't you show us your ass?"

I stood and peeled my skirt and panties down, exposing my big, round cheeks. I swayed my hips. I felt like a stripper, in a good way. Like I was the hottest thing in the world. Having two guys' pairs of eyes on me made my pussy wet. I stood facing Wes, standing with my legs straddling his lap.



"I love getting my
butthole licked."



"Free lap dance!" I giggled. I bent my knees and grinded. "Touching allowed."

Wes cupped my ass, squeezing it. "Turn around so I can see," he said. I turned and waved my cheeks in his face. He spread them open. "You have a beautiful little asshole."

He poked my tooter with his tongue. I gasped. He'd taken me by surprise. But I love getting my butthole licked. I pushed my butt into his face. He wiggled his tongue, tickling me, then dipped further down, sliding between my labes and massaging my hole.

"Mmm-hmm," he growled, dragging his tongue in a slow, straight line from pussy to ass, returning to my pussy with soft, rhythmic laps.

"Yeah," I whispered, rocking my hips. My tits swayed.

Todd pulled his dick out of his pants and stroked it. I guess he couldn't take it anymore. I braced myself with my hands on my knees as Wes worked my ass and cooch. I watched Todd pull his cock. My pussy throbbed. As incredible as Wes's tongue felt, I was ready for some dick.

"Who wants to fuck me?" My eyes locked in on Todd's hard dick.

"We both do, no doubt," Todd said. "But Wes gets first dibs."

Wes gripped my waist. "All you have to do is sit down," he said.



I did. I lowered myself onto his rigid dick. I took it, inch by inch. I rode him slowly, sliding myself up and down, savoring the sensation of his big, hard cock as it filled me up tight.

"Yeah," Wes panted. "Fuck it."

I bounced faster, cupping my tits as they flapped. Watching, Todd jerked harder and faster, his face deep red.

"I might not be able to hold it," Todd wheezed. "Maybe you should suck it while you fuck him."

"Come here," I said. "Stick it in my mouth."

Todd approached, dick in hand. Still writhing in Wes's lap, I opened my mouth, inviting Todd's dick in. First, he slapped my face with it, smacking his bone against my cheek and chin, dragging the slippery head across my lips. With a



moan, he pushed his cock into my hot mouth.

Okay, girls. If you've never done it, do it. By that I mean, if you have never experienced two men, one in your pussy and another in your mouth, you should. Because it is THE BEST.

What was most amazing was that we all started coming all at once. Todd spewed semen into my mouth just as I felt my pussy begin to bust. I came all over Wes's dick, with Todd's cum in my mouth. Seconds later Wes came, too, pulling out just in time to splatter his hot jizz all over my ass.

The three of us are now totally BFFs, and Wes is feeling way better about his shitty ex. I am grateful that I can share my love of life with other people. Corny, I know, but I mean it! There is plenty of me to share. ★

"He pushed his
cock into my
hot mouth."





**TALIA
SHEPARD**





AGE: 20
HEIGHT: 5-5
WEIGHT: 108 POUNDS
MEASUREMENTS: 36C-24-34
HOMETOWN: GILBERT, ARIZ.



Hey, it's Lindsey. Dang, you guys. BARELY LEGAL was *almost* the first magazine to snag adorable Talia Shepard—but our daddy magazine HUSTLER beat us to it!

"It's true!" admits Talia. "My first shoot ever was in HUSTLER's April 2010 issue. It was a total honor. But Teen Queen of the Month is a pretty awesome honor, too!"

The honor is all ours!

Describe yourself, please: I'm a positive, energetic person. I love to go places and meet new people. This is my first time in Los Angeles, and I *love* it. Hollywood is awesome.

Romantic status: Single. Good thing, 'cause I'm a total flirt! :)

Fave hobby: I love watching movies—like, just getting lost in another world for a couple of hours is so cool. Did you see that movie *An Education*? I wish I could live in swinging-'60s London and have an older guy be all into me!

Biggest turn-on: Big hands all over my body, touching me and getting me worked up.

Biggest turn-off: Control freaks.

Fave sex position: Doggy-style feels the best—BUT if a guy wants to, like, get all spontaneous and just grab me and do me up against a wall or something, I'm down with that!

Best way to come: Licking my pussy *always* works. ;)

Fave way to masturbate: With my fingers. I like to get in touch with my sensual side.

To bl or not to bl: Girls are so, so hot to look at—but they don't make my pussy wet. Sorry, Lindsey!

Spit or swallow: Swallow. I find it yummy.

Best sex talent: I can squeeze my pussy muscles super hard.

Most awesome sex ever: On the living-room floor, right inside the front door. We never made it to the bedroom!

Reason for posing nude: Well, Arizona is so hot, I always wear next to nothing anyway—so why not go all the way?

Ultimate goal: Lots of people ask me if I want to do pornos, and I'm all, Well, they *are* movies. But—I think I'll just stick to modeling. I have to have *some* mystery. ★











**Let's go
all the
way!
Love,
Talía**





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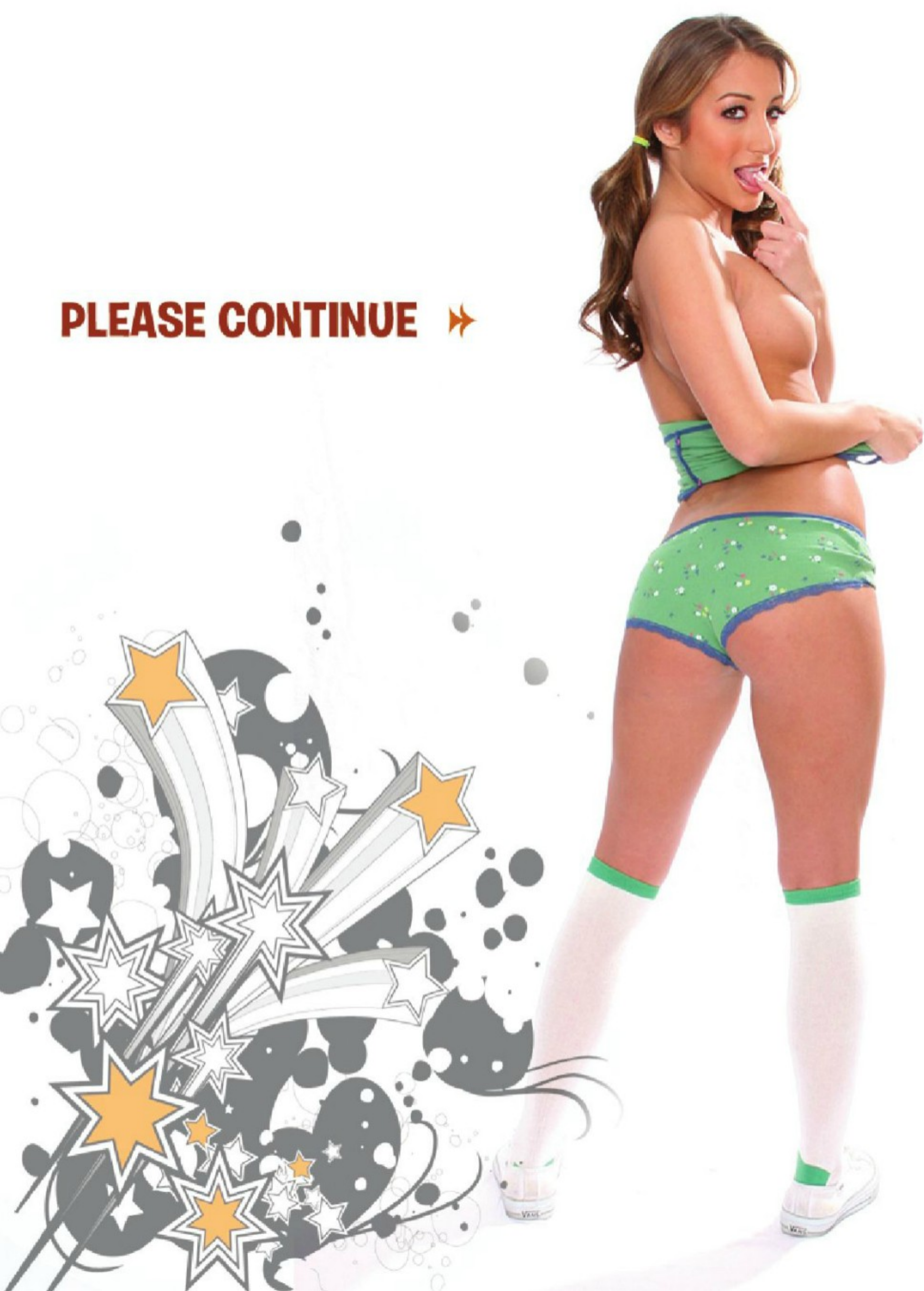
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DANA

**the fast &
the furriest**





Hey! It's Lindsey. In case you guys think "naughty Catholic school girl" is just, like, a porno cliché, devilish Dana is here to reveal the honest-to-God (*hee-hee*) truth!

Hey, Dana! So, is it true that all Catholic school girls are bad girls?

Yeah—there are, like, *no* virgins in my senior class.

Who's the wildest senior?

Me, definitely. The other girls *think* they're the wildest 'cause they shave their pussies and pierce their nips or whatever, but I prove my wildness through action.

Like how? Butt sex?

No, everyone has butt sex. Some girls think it doesn't count against virginity. Sorry, but it so does!

How long did it take you to try butt sex?

I lost my butt V. and my regular V. the same night. Why wait?

Which do you like better?

Butt sex, 'cause it's dirtier!

What other bad things have you done?

Had sex with a teacher.

With a nun?

No, it was a regular teacher. A guy. Although, I wouldn't *mind* testing out a nun. They must be, like, in a *frenzy* for sex. ➔



AGE: 18
HEIGHT: 5-3
WEIGHT: 104 POUNDS
MEASUREMENTS: 34B-24-30
HOMETOWN: HUTCHINSON, KANS.







Do you have sex with girls?

We all do. It sucks that there are no guys in the school, so we girls have to be there for each other. The third-floor girls' room is a total lezzie lickfest!

You still haven't proved to me that you're the *wildest*.

Well, how about the time I had sex in our church in the middle of the night—*on the altar*.

Okay, you win! ★



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"I love attention, and I want everyone to look at me," admits Albuquerque, New Mexico, native **Tori**, age 18 plus one day. Happy birthday to us! Adorable Tori has *never* been shy—she once "got kicked out of a hotel Jacuzzi because I was butt-ass naked, and I walked off...still with no clothes on." That's showin' 'em! This 5-10 aspiring model says her ass is her best feature, and her favorite way to show it off is by fucking doggy-style and reverse cowgirl—and maybe even in the butt: "If he wants and deserves it, I'm down." Tori says she's "known to give the best head because I have no gag reflex," and she gets the most turned on "hearing the guy moan because he's never had a girl like me." But we're a little worried about our new BFF. "So far," says Tori, "I've only had an orgasm by doing it myself." Can't someone please help her?

—photos by friend



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Date images were produced (Month/Day/Year)	Date of birth	Career ambitions
Phone (include area code)	Model's Social Security number	Hobbies
Personal e-mail address		Sexual fantasies (include separate sheet if necessary)
Address		
City	State	Zip

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Date (month/date/year)

In consideration of \$250 for photographs, I grant to LFP Publishing Group, LLC all rights of every kind whatsoever, whether now known or unknown, exclusively and perpetually, in any submitted photographs of myself (the "images"). Without limiting the generality of the foregoing, and in addition thereto, I further grant to LFP Publishing Group, LLC and its affiliates and assigns, the following perpetual and exclusive rights: (1) to copyright, copy or reproduce, by any present or future means, all or any part of the images; (2) to exhibit, sell, assign and transmit, and license others to do so (whether by means of still photographs, magazines, newspapers, radio, television, televised motion pictures, videodiscs, videocassettes, videotapes, computer, CD-ROM, Internet transmission or any other means now known or unknown) any or all of the images; (3) to use the images in connection with advertising as well as for commercial exploitation, including, without limitation, in magazines, newspapers, books, one-sheets, flyers, catalogs, and covers or wrappers of recordings, discs, CD-ROMs, tapes and/or cassettes, and in connection with the sale of any by-products or merchandising; (4) to use the images, or any parts thereof, as a portion of a motion picture or other work (and for the advertising thereof) and in connection with the sale of any by-products or merchandise relating thereto, and to reproduce and/or transmit the same by and in any and all media; and (5) to edit, add to, subtract from, arrange, rearrange, distort and revise the images in any manner as LFP Publishing Group, LLC may, in its sole and complete discretion, determine, from time to time. I certify that I was 18 years of age or older at the time my photographs were shot, and that I am of full age and am possessed of full legal capacity to execute the foregoing authorization. I authorize LFP Publishing Group, LLC to disclose this information as required by law.

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VICTORIA
grown-ass girl





Hey! It's Lindsey. You guys, BARELY LEGAL girls grow up so fast. I'm sure you all remember Victoria from our May and September 2009 issues? Well, she just appeared in HUSTLER's April 2010 issue—with a guy!

Hey, Victoria! Can I just say: Oh. My. God. Your HUSTLER pictorial!

I know, I saw it in print the other day, and I can hardly believe it's me!

You mean 'cause you've never done those things with a guy before?

I have, but not in front of a *camera*.

What made you go from posing alone to doing it with a guy?

Well, being naked for the camera really turns me on, so I thought having sex on camera with a hot guy would turn me on even more. Which it did!

Is it better than sex in private?

I can't say that. It was hot, but it's not as intimate. —————➔





AGE: 19
HEIGHT: 5-5
WEIGHT: 123 POUNDS
MEASUREMENTS: 36A-25-36
HOMETOWN: MANCHESTER, N.H.







What was your favorite part of the HUSTLER shoot?
When he stuck his tongue in my butt hole. That's my number-one most sensitive area.

Oh, yeah—you talked about butt sex a lot last time you were here.

I know, I'm pretty much addicted to it. It makes me insane to have a cock in my ass.

Are you getting a lot of butt sex now that you're out of high school?

Yes, older guys are way more advanced than high school boys. The first guy to lick my b-hole was like 40 years old!

Would you ever lick a guy's butt hole?

Sure, if he wanted me to. I would never ask a guy to do something to me that I wouldn't do to him.

What if a guy asked you to have sex with him and another girl?

I would do it. I haven't had sex with a girl yet, but a threesome would be the perfect first time.

Why is that?

'Cause in case I don't like pussy, there's a cock right there!

Victoria, you make BARELY LEGAL proud! ★









photography by sage chicks

NICOLE RAY

one-track mind



Howdy! It's Shawna the intern. Budding porn starlet Nicole Ray thinks about penises even more than I do. I didn't think that was possible!

Hey, Nicole! What do you think is your best physical feature?

My smile! Whenever I smile at a guy, he instantly comes over and talks to me.

What kind of guys do you like?

The ones with big dicks! LOL! Actually, any dick will do.

Do you like giving head?

Of course! It's fun!

Do you spit or swallow?

I love to swallow. It's good for you!

Do you like anal sex?

Yes, but I can't do anything too big. Regular-sized dicks are best.

How do you like to be fucked?

Me on top—and let me go wild.

Where do you like a guy to come?

All over me! Or in me! I feel so naughty when a guy comes on my face.

Have you ever been with more than one person at a time?

Yes! I've been in an all-girl orgy, and I once did two guys at the same time—all thanks to porn!

Have you ever had sex in public?

Yes. Public bathrooms are the best!

How often do you masturbate?

A lot! Porn is fun, but there's a lot of sitting around doing nothing, and my hands like to wander down there—sometimes without me even knowing it!

What method do you use?

Everything. I have a few toys, but I use my fingers most of the time.

Do you like receiving cunnilingus?

I love it! It's one of the reasons I'm bi.

Why do you shave your pussy?

I didn't when I first got into porn—you should see the big honking bush I had in *BARELY LEGAL* #97!—but after that, producers were like, "Um, could you maybe shave?"

Do you like having a shaved pussy?

I don't care—as long as guys are willing to go down on me!

What are your plans for the future?

I want to keep doing porn and have lots of sex and lots of fun! ★



AGE: 19
HEIGHT: 5-3
WEIGHT: 97 POUNDS
MEASUREMENTS: 34C-25-33
HOMETOWN: SPRINGFIELD, ILL.





Nicole Roy stars in *BARELY LEGAL* #97, *BARELY LEGAL Baby Dolls* and *Scary Big Dicks* #2.

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NICOLE RAY'S PANTIES!

To enter the contest, all you have to do is send us a letter saying why you want Nicole's panties and what you plan to do with them. All entry letters will be read and evaluated by the BARELY LEGAL staff. Whoever writes the best letter, according to the staff, will win Nicole's autographed undies! The winning letter will also be published in the Anniversary 2010 issue of BARELY LEGAL.

Send your letter in by April 13, 2010. Please remember to include your full name, address and phone number, and be sure to read the contest rules carefully!

RULES: No purchase necessary. Must be 18 or older to enter. E-mail your entry letter to barelylegal@lfp.com; or mail your letter to Party Giveaway Contest c/o BARELY LEGAL, 8484 Wilshire Blvd., Suite 900, Beverly Hills, CA 90211. The best letter, as determined by the BARELY LEGAL staff, will win. A purchase would not affect your chances of winning. This contest is void where prohibited by law. Send your letter in by April 13, 2010. Please remember to include your full name, address and phone number, and to indicate next to your signature whether you wish us to publish your full name or your initials only. **Be sure to read the contest rules carefully!** All entries become the property of LFP Publishing Group, LLC and BARELY LEGAL Magazine and will not be returned to contestants. Odds of winning will be determined based on the actual number of eligible entries received prior to deadline. The sponsor will contact the winner by mail or telephone and mail the winner his or her prize at no cost to the winner. Sponsor will not be responsible or liable for failure to contact winner. The contest is open to anyone over 18 years of age, other than employees of LFP Publishing Group, LLC, its affiliates and advertising agencies, as well as their immediate family members and persons living in their household.



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BARELY LEGAL BOX OFFICE



WE GIRLS AT BARELY LEGAL THINK THE BEST PERSON TO JUDGE THE REALNESS AND HOTNESS OF A LEGAL-TEEN VIDEO IS A REAL, HOT LEGAL TEEN. HERE TO REVIEW THE LATEST RELEASES IS THIS MONTH'S GUEST CRITIC, NICOLE RAY.

Kristina's got her (brown) eye on you.



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GOOD ENOUGH TO COME WITH THE HELP OF A FINGER.



DECENT, BUT FORGETTABLE, LIKE DRUNKEN MACKING WITH A CUTE STRANGER.



THE BARELY LEGAL BOMB!



BARELY LEGAL BUBBLE BUTTS



HUSTLER Video. Directed by Van Styles; starring Jenny Hendrix, Alexis Texas, Rachel Milan, Kristina Rose, Aubrey Addams, Mr. Pete, Sascha, James Deen and Mark Wood.

If you like girls with a little junk in the trunk, seriously, check out *BARELY LEGAL Bubble Butts*. I know big butts are kinda the point, but I was *not* prepared for how, like, juicy these girls' booties are. Rachel Milan's butt is so ginormous, you could put your drink on it! Everything's bigger in Texas, and that includes Alexis Texas's awesome badonkadonk. But what would a movie that's all about butts be without some seriously hot anal sex? Jenny Hendrix and Aubrey Addams go all out in this one. Jenny teases us with some sexy outfits that let her heinie hang out until you just wanna squeeze it. The teasing ends when James Deen sticks his peen *deep* in her b-hole from every angle, then comes all over her yummy ass cheeks. The guy boning Aubrey totally worships her tushie—but that doesn't stop him from ramming it super hard! You can tell Van Styles is a total butt lover for real because the camera is zoomed in on booty like 99 percent of the time. In another movie, that might seem like bad directing—but in *BARELY LEGAL Bubble Butts*, the bottoms are the stars!

To order your copy, please go to page 99.



OMG, Aubrey, don't hurt yourself!



Jenny is a serious overachiever.



Rachel, do you know where that thing has been?



Kristina is so elegant!



Alexis is from Big Thigh Country.



JENNA

drama princess



Hey, it's Devon the intern. High school senior and drama club president Jenna is a total theater nerd who dreams of someday making it big on Broadway. Break a leg, babe!

Hey, Jenna! What's your favorite thing to do with a guy?

Have him touch me and kiss me all over! I love it when guys are passionate.

What kind of guys do you like?

Smart and funny. I like someone I can have a conversation with.

What part of a guy's body arouses you most?

His eyes. No, his penis. Okay, his eyes and his penis.

What was your first time like?

Awkward! I was so nervous. I did *not* know what to do.

What do you think about when you masturbate?

I think about guys jerking off and me giving and receiving oral sex.

Do you like giving head?

I love it. I'm very inexperienced, but it's a fun and playful way to be intimate.

Do you like anal sex?

I haven't tried it with a penis, but I like it with a finger or a toy in there.

How do you like to be fucked?

Gentle at first, but building into wild, passionate lovemaking.

Where do you like a guy to come?

On my boobs or butt. ---➔



AGE: 18
HEIGHT: 5-3
WEIGHT: 102 POUNDS
MEASUREMENTS: 32A-24-32
HOMETOWN: APPLE VALLEY, CALIF.













What's the best sex you've ever had?

Sex in public is the best! I love the thrill of *almost* getting caught!

What's the wildest place you've ever done it?

In the men's dressing room at the mall.

What's your ultimate sexual fantasy?

To have sex in the rain on a hot summer day.

What did you do to prepare for the photo-shoot?

I worked out tons and stopped eating French fries for like a week. That was the hardest part!

Harder than taking your clothes off?

That was easy! Being naked was totally liberating. Plus, it's a turn-on to think about all the guys jerking off to my pictures.

Would you pose nude again?

I loved it, but posing once might be enough. I need my daily French fry fix! ★

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Next month in BARELY LEGAL!

BARELY LEGAL #101
star Allie Haze:
"I have the easiest
job ever!"



18-year-old
Annie:
"Butt sex is fun!
What was I
afraid of?"



Katie trimmed
her bush for
you: "Do you
like it?"



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